

Following is the CAP Constitution and Bylaws, as amended by the National Board on 17 August 2000 and further amended by the Board of Governors on 5 Mar 01 and 6 May 2001.

Summary of changes:

17 Aug 00 (effective 27 Feb 01)

#### Constitution

- Reference to 36 USC 201-208 updated to 36 USC 40301-40307
- Added Board of Governors as the governing body as described in 10 USC 9447
- Added selection process for CAP appointees to the Board of Governors
- Created National IG as a non-voting member of the National Board and the National Executive Committee
- Revised list of powers reserved exclusively to the National Board
- Revised list of non-exclusive powers of the National Board
- Revised the procedure to remove the National Commander or National Vice Commander from office for certain personal misconduct
- Removed the National Appeal Board
- Created the Membership Action Review Board
- Revised the procedures for amending the Constitution and Bylaws
- Established a Constitutional authorization and procedure to issue regulations

#### Bylaws

- Revised the position descriptions and duties of the corporate officers
- Deleted redundant procedures relating to the minutes of the National Board and National Executive Committee meetings
- Deleted redundant functions of the National Board and National Executive Committee
- Deleted the Civil Air Patrol Consultation Committee
- Clarified the functions of Region and Wing Advisory Councils
- Clarified procedures relating to Life Membership and the Hall of Honor

5 Mar 01

#### Constitution

- Corrected the name of the corporation to “Civil Air Patrol” to conform to 36 USC 40301
- Amended to objects and purposes to conform to 36 USC 40302 (including adding the new purpose: To assist the Department of the Air Force in fulfilling its noncombat programs and missions.)
- Corrected paragraph numbering
- Clarified that the Membership Action Review Board’s jurisdiction in suspension actions is limited to suspensions of membership
- Deleted the National Board’s power to ratify amendments to the Constitution and Bylaws to comply with 10 USC 9447
- Changed the required vote of the Board of Governors for changes to the Constitution from two-thirds of the authorized positions to a majority of the members to comply with 10 USC 9447

- Established the National Chief of Chaplain Service as a non-voting member of the National Board and National Executive Committee

6 May 01

#### Constitution

. At the 5 March meeting of the Board of Governors, items were introduced from the CAP National Board (NB). The NB asked the Board of Governors to readdress, through modification to legislation, the NB's right to ratification of changes to the CAP Constitution and Bylaws. The items were tabled for further discussion at the next meeting of the Board of Governors. Specifically, the items in question are:

- (1) The National Board requests that the Board of Governors create and submit to the Congress of the United States, such proposed legislation as to allow the National Board a right to ratification of Board of Governors' changes to the CAP Constitution and Bylaws.
- (2) The National Board requests that the Board of Governors create and submit to the Congress of the United States, such proposed legislation that would require a two-thirds majority of the Board of Governors to change the CAP Constitution.

The Board, at its meeting on 6 May, voted to return the National Board recommendations to the CAP National Board without action; the Board of Governors considers legislative changes to be inappropriate at this time.

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- Deleted requirement that National Board ratify changes to the Constitution and Bylaws
- Deleted requirement for advance notice of proposed changes to the Constitution and Bylaws and requirement that votes be in person or proxy
- Added provision that the Board of Governors may provide for the payment or reimbursement of expenses incurred by the members of the Board of Governors in the performance of their duties

#### Bylaws

- Added that a quorum of the Board of Governors is nine members in office immediately before a meeting

#### General Counsel



# CONSTITUTION

## PREAMBLE

WHEREAS, the United States has an urgent and compelling need for an organization of public spirited volunteers, knowledgeable about the importance of aerospace, and enthusiastic and skilled in the support and development of civil aviation and the maintenance of aerospace supremacy; and,

WHEREAS, the future promise and security of America requires a nucleus of educated and trained leaders, including Civil Air Patrol cadets and senior members, who can encourage and foster the continued development of civil aviation in their local communities and increase public awareness of the impact of aerospace exploration and achievements; and,

WHEREAS, the traditional values and patriotism that have served to propel America to the pinnacle of world status need to be enhanced through leadership development; and;

WHEREAS, there exists nationwide a continuing requirement for an organization of private citizens with adequate training, facilities, and the desire to assist in meeting the trauma of local and national emergencies; and,

WHEREAS, Civil Air Patrol is designated as the civilian auxiliary of the United States Air Force under 10 USC 9441 which authorizes various Air Force support and designates Civil Air Patrol and its members as instrumentalities of the United States while performing Air Force non-combat missions.

NOW THEREFORE, be it resolved by the National Board of Civil Air Patrol that the following is adopted as the Constitution and Bylaws of the Corporation, hereby revoking, repealing, and annulling all provisions of its Constitution and Bylaws as amended heretofore in effect.

**ARTICLE I  
GENERAL AUTHORITY**

Civil Air Patrol is a private, nonprofit corporation chartered under special Act of Congress, 36 USC 40301 - 40307, which sets forth the purposes, rights, and duties of the Civil Air Patrol.

**ARTICLE II  
NAME AND STATUS**

The name of the Corporation shall be "Civil Air Patrol" and its status is that of the volunteer civilian auxiliary of the United States Air Force. The Corporation may also be referred to as "Civil Air Patrol" or by such other titles as may be approved in the Bylaws.

**ARTICLE III  
NATIONAL HEADQUARTERS**

The National Headquarters of the Corporation shall be at Maxwell AFB, Alabama, or at such other location as the National Board, in consultation with the appropriate Air Force agency, may designate.

**ARTICLE IV  
TERM**

Civil Air Patrol shall have perpetual existence.

**ARTICLE V  
OBJECTS AND PURPOSES**

1. The objects and purposes of Civil Air Patrol shall be:
  - a. To provide an organization to encourage and aid American citizens in the contribution of their efforts, services, and resources in the development of aviation and in the maintenance of aerospace supremacy.
  - b. To provide an organization to encourage and develop, by example, the voluntary contribution of private citizens to the public welfare.
  - c. To provide aviation and aerospace education and training, especially to its senior and cadet members.
  - d. To encourage and foster civil aviation in local communities.
  - e. To provide an organization of private citizens with adequate facilities to assist in meeting local and national emergencies.
  - f. To assist the Department of the Air Force in fulfilling its noncombat programs and missions.

**ARTICLE VI  
POWERS**

1. Civil Air Patrol shall have the power to do any and all acts and things necessary and proper to carry into effect its objects and purposes.

2. Civil Air Patrol shall have no power to issue capital stock or engage in business for pecuniary profit or gain of its members.

## **ARTICLE VII MEMBERSHIP**

Membership in Civil Air Patrol is a privilege and not a right. Qualifications and conditions for membership shall be established in the Bylaws and regulations. Discrimination based on race, sex, age, color, religion, national origin, or disability is prohibited.

## **ARTICLE VIII BOARD OF GOVERNORS**

1. The Board of Governors shall be the governing body of Civil Air Patrol.
2. Composition of the Board of Governors is described in 10 USC 9447.
3. The Board of Governors may provide for the payment or reimbursement of expenses incurred by the members of the Board of Governors in the performance of their duties.

## **ARTICLE IX SELECTION OF CAP APPOINTEES TO THE BOARD OF GOVERNORS**

1. The National Commander and National Vice Commander shall serve ex officio.
2. Two CAP Members at Large shall be selected as follows:
  - a. Candidates for consideration must be senior members in good standing; be in the grade of major or above; have been awarded the Paul G. Garber Award; and have at least five years CAP service.
  - b. Applicants will submit a written application to the National Executive Committee and be selected in accordance with published CAP directives.
  - c. A Member at Large may not hold any other concurrent position as a CAP corporate officer.
  - d. Members at Large will be appointed to serve a single four-year term.
  - e. The Members at Large may be removed from office by a 2/3 vote of the National Executive Committee.

## **ARTICLE X NATIONAL BOARD**

1. The members of the National Board shall be as follows:
  - a. The National Commander
  - b. The National Vice Commander

- c. The National Chief of Staff
  - d. The National Legal Officer
  - e. The National Finance Officer
  - f. The National Controller
  - g. The National Inspector General as a non-voting member
  - h. The commander of each CAP region
  - i. The commander of each CAP wing
  - j. The Commander, Civil Air Patrol-United States Air Force (CAP-USAF)
  - k. The National Chief of Chaplain Service as a non-voting member
2. The National Board shall have the exclusive power to:
- a. Propose to the Board of Governors amendments to the Constitution and Bylaws.
  - b. Elect the National Commander and National Vice Commander.
  - c. Adopt regulations governing the removal of the National Commander and National Vice Commander.
  - d. Establish, increase, and lower national dues for all categories of membership.
  - e. Confirm the appointment of the National Chief of Staff, National Legal Officer, National Finance Officer, National Controller and National Inspector General.
  - f. Approve Hall of Honor nominees and grant Life Membership.
3. The National Board shall also have the power to:
- a. Recommend policy to the Board of Governors;
  - b. Carry out such additional duties as may be delegated by the Board of Governors.

## **ARTICLE XI**

### **THE NATIONAL EXECUTIVE COMMITTEE**

1. When the National Board is not in session, the National Executive Committee shall be vested with all the powers of the National Board, except those powers which may be reserved exclusively to the National Board.
2. The National Executive Committee shall receive applications for selection to the Member at Large positions on the Board of Governors for selection in accordance with Article IX.

3. The members of the National Executive Committee shall be as follows:
  - a. The National Commander
  - b. The National Vice Commander
  - c. The National Chief of Staff
  - d. The National Legal Officer
  - e. The National Finance Officer
  - f. The National Controller
  - g. The National Inspector General as a non-voting member
  - h. The commander of each CAP region
  - i. The Commander, Civil Air Patrol-United States Air Force (CAP-USAF)
  - j. The National Chief of Chaplain Service as a non-voting member

## **ARTICLE XII CORPORATE OFFICERS**

The corporate officers of Civil Air Patrol shall be those designated in the Bylaws with authority to obligate the Corporation as provided in the Bylaws and regulations.

## **ARTICLE XIII SELECTION OF CORPORATE OFFICERS**

1. Corporate officers shall be selected as follows:
  - a. The National Commander and National Vice Commander shall be nominated and elected as provided in the Bylaws. Prior or current service as a member of the National Board is required for nomination or election to the position of National Commander or National Vice Commander.
  - b. Region commanders shall be appointed by the National Commander.
  - c. Wing commanders shall be appointed by the commander of the respective region.
  - d. The National Chief of Staff, the National Legal Officer, the National Finance Officer, the National Controller and the National Inspector General shall be appointed by the National Commander, subject to confirmation by a majority of those voting at the current or next National Board meeting. The failure to be confirmed by the National Board shall create a vacancy and disqualify the individual from service in the position for that term. The National Commander shall immediately appoint a replacement to fill any vacancy in those offices and that appointee shall serve with full authority of the office to which appointed until confirmed at the current or next National Board meeting.
2. The Executive Director shall be appointed by the Board of Governors.

## **ARTICLE XIV TERM OF OFFICE**

1. The terms of office for corporate officers are as follows:

a. The National Commander shall serve a single, three-year term of office and shall not be eligible for reelection to that office. The term shall commence at the close of the general membership National Board meeting at which elected, and conclude at the close of the third general membership National Board meeting thereafter.

b. The National Vice Commander shall serve an annual term of office commencing at the close of the general membership National Board meeting at which elected, and terminating at the close of the next general membership National Board meeting.

a. The National Chief of Staff, the National Legal Officer, the National Finance Officer, and the National Controller shall serve an annual term of office commencing at the close of the general membership National Board meeting at which confirmed, and terminating at the close of the next general membership National Board meeting. Vacancies in those offices shall be filled as provided in Article XIII above.

d. The National Inspector General shall serve a three year term of office commencing at the close of the general membership National Board meeting at which confirmed, and terminating at the close of the third general membership National Board meeting thereafter.

e. Region commanders shall serve a four-year term and are not eligible to succeed themselves.

f. Wing commanders shall serve a probationary period of one year followed by a three-year term of office. The region commander may grant an additional one-year term with the concurrence of the National Commander. Any time during the probationary period, the region commander may remove the wing commander with or without cause and without a right of appeal except as provided in Article XVI.

g. The Executive Director shall serve from the date employed until such employment ceases.

## **ARTICLE XV CORPORATE OFFICER SUSPENSION AND REMOVAL**

1. The National Commander or National Vice Commander may be removed from office only by a vote, in person or by proxy, of two-thirds of the authorized positions of the National Board at a duly constituted regular or special meeting of the Board. The process to consider removal shall be as follows:

a. The National Commander or National Vice Commander may be removed from office for personal misconduct involving moral turpitude which creates an appearance of serious impropriety to the public or which may discredit or embarrass the Civil Air Patrol and/or the United States Air Force. Charges of personal misconduct must be forwarded promptly to the National Legal Officer who shall immediately notify the National Commander, National Vice Commander, and Commander CAP-USAF, provide the National Commander or National Vice Commander an opportunity to respond to the allegations, and cause the charges to be investigated. Copies of the charges, responses, results of the investigation and findings shall be provided to all members of the National Board and to the Air Staff. The National Legal Officer will poll the members of the National Board, by telephone, fax and/or e-mail and, if a majority of



the members of the National Board determine that there is cause for further action, the National Board shall convene to vote on removal or retention, and the subject officer shall be in a suspended status until the issue is decided by the National Board.

b. The National Board will convene to consider removal of the National Commander or National Vice Commander for any reason if a request, including the reason for such removal, is signed by a majority of the authorized positions of the National Board and is presented to and approved as to form by the National Legal Officer. The subject officer shall be in a suspended status from the approval of the petition until the issue is decided by the National Board.

2. The National Inspector General may be removed from office only by a majority vote of the Board of Governors. Removal may be with or without cause and is not subject to appeal.

3. Any other Civil Air Patrol corporate officer, except paid staff, shall be subject to suspension or removal from office by the incumbent of the office having the authority to appoint such officer. Removal or suspension from corporate office may be only for cause such as gross inefficiency in office or misconduct. Prior written notice and opportunity to correct must be given to a corporate officer before gross inefficiency may be used to suspend or remove from office.

## **ARTICLE XVI**

### **MEMBERSHIP ACTION REVIEW BOARD**

1. Members who have been subject to a final adverse membership action, and have exhausted all administrative remedies, shall have a right to appeal the action to the Membership Action Review Board. For purposes of this article, an adverse membership action is defined as demotion in grade; removal from command of a region, wing, group, squadron or flight; suspension of membership in excess of 60 days; or termination or non-renewal of membership.
2. The Membership Action Review Board shall accept an appeal of a final adverse membership action only if the Membership Action Review Board determines that the action was motivated by retaliation, reached without due process, or involved a material failure to follow applicable Civil Air Patrol regulations. The Membership Action Review Board may accept or decline an appeal of a final adverse membership action in all other cases.
3. The Membership Action Review Board shall be chaired by the National Legal Officer (or his/her designee) and shall consist of the National Director of Personnel, the CAP-USAF Vice Commander (or their designees) and two active senior members, in the grade of Colonel, not currently in the command of a region or wing. These two members will be appointed by the National Commander, from a list of candidates provided by the National Executive Committee, and confirmed by the Board of Governors for an indeterminate term until his/her successor is appointed and confirmed. Designees may serve only in the event the chair or named member is unable to participate.
4. The Membership Action Review Board may affirm, reverse, or modify in favor of the member, the final adverse action. Furthermore, if the Membership Action Review Board determines that the adverse membership action was reached without due process or involved a material failure to follow

applicable Civil Air Patrol regulations, it may remand the case to the party who initiated the adverse action to correct the deficiencies.

5. The decision of the Membership Action Review Board is final and not subject to further appeal or proceedings within Civil Air Patrol.
6. The rules of practice and procedure, as well as all decisions of the Membership Action Review Board, shall be published.

## **ARTICLE XVII FUNDS AND PROPERTY**

1. Civil Air Patrol may receive gifts, bequests, devises, legacies, and donations for such purposes as are within the general scope of its corporate objects and purposes.
2. All funds and property acquired by Civil Air Patrol in any manner and from whatever sources shall be received in the name of Civil Air Patrol and shall become the property of the Corporation, and shall be administered and accounted for as prescribed in the Bylaws and regulations.

## **ARTICLE XVIII ADOPTION PROVISIONS**

1. The insignia, uniforms, copyrights, emblems and badges, descriptive or designating marks and words or phrases used by the Civil Air Patrol, on or before the date of this revision of the Constitution, are appropriated to the Corporation.
2. Except as otherwise restricted by law, the Corporation may develop and adopt such insignia, uniforms, emblems and badges, descriptive and designating marks, and words and phrases for use by the members of the Civil Air Patrol as it may consider necessary or advisable in carrying out the objects and purposes of the Corporation.
3. The membership categories, eligibility, units, grades, rules, regulations, orders, directives, instruction manuals, administrative publications, and programs in effect on the date of the adoption of this revision of the Constitution shall continue in full force and effect thereafter until the same are changed, amended, revoked, or otherwise disposed of in accordance with any procedure which may be prescribed pertaining thereto.

## **ARTICLE XIX AMENDMENT OF THE CONSTITUTION AND BYLAWS**

1. This Constitution may be amended at any time by the approval of a majority of the members of the Board of Governors at a duly constituted meeting.
2. Bylaws may be amended at any time by the approval of a majority of the members of the Board of Governors at a duly constituted meeting.

3. No entity of the Civil Air Patrol shall have the power to amend or eliminate any of the requirements established by federal statute for the Board of Governors, such authority being reserved to the Congress of the United States.

## **ARTICLE XX REGULATIONS**

1. To further the orderly administration of the activities, business and affairs of the Corporation, the National Commander shall adopt and maintain regulations which shall be applicable to all members of Civil Air Patrol.

2. Except as provided in Article X paragraph 2.c., and paragraph 3 and 4 of this article, all regulations promulgated by the National Commander shall be ratified by a majority vote of the National Board.

3. The National Commander, upon declaration of a situation requiring immediate action due to a state of emergency or an unforeseen circumstance involving the preservation of life or property, may promulgate emergency regulations without the ratification of a majority vote of the National Board. Such emergency regulation shall remain in force unless revoked by a majority vote of the National Board.

4. The Board of Governors may direct the National Commander to issue, modify or rescind regulations or portions of regulations. Regulations, or portions of regulations issued, modified or rescinded by the National Commander pursuant to written instructions of the Board of Governors shall not be subject to the ratification by the National Board.

# **BYLAWS**

## **SECTION 1 AUTHORITY**

1.1 These Bylaws are adopted pursuant to the Constitution of Civil Air Patrol.

## **SECTION 2 NAME AND CORPORATE SEAL**

2.1 The name of Civil Air Patrol, Inc., may be stated by any of the following:

- a. "Civil Air Patrol, Inc."
- b. "Civil Air Patrol, Incorporated under Special Act of Congress approved July 1, 1946, Public Law 476, 79th Congress"
- c. "Civil Air Patrol"

2.2 Each unit, including National Headquarters, shall use a name expressing its designation, the words "Civil Air Patrol," and may also refer to its status as the United States Air Force Auxiliary as set forth in regulations.

2.3 The corporate seal shall have inscribed thereon "United States Air Force Auxiliary--Civil Air Patrol" and appears as follows:



## **SECTION 3 MEMBERSHIP CATEGORIES**

3.1 Membership. Membership categories, membership year, eligibility, rights, duties, and privileges not otherwise provided for in the Bylaws shall be as set forth in the regulations.

## **SECTION 4 DUES**

4.1 Each member shall pay annual National dues in such amount as may be established by the National Board. Failure to pay annual dues shall result in automatic termination of membership.

4.2 Except as otherwise provided in regulations, annual National dues shall be payable:

- a. For a new member, at the time the application for membership is presented.
  - b. For a renewing member, during the three-month period prior to the membership expiration date.
- 4.3 The National Commander or Executive Director may waive payment of, or lower the amount of, annual dues for any member.
- 4.4 Unit Dues.
- a. Region commanders may establish region dues with the approval of the National Executive Committee.
  - b. Wing commanders may establish wing dues with the approval of the region commander.
  - c. Dues for other membership units may be established with the approval of the wing commander.

## **SECTION 5 TERMINATION AND NONRENEWAL OF MEMBERSHIP**

- 5.1 Membership in Civil Air Patrol is a privilege, not a right. Membership is conditioned on adherence to Civil Air Patrol rules and regulations.
- 5.2 Membership in Civil Air Patrol may be terminated at any time for cause or may be non-renewed at the end of a membership year. Procedures for such actions including review and appeals, if any, shall be as set forth in the regulations and shall be consistent with provisions of Article XVI of the Constitution.

## **SECTION 6 MEMBERSHIP UNITS**

- 6.1 Civil Air Patrol shall be divided into units which are not separate legal entities, but are integral units of the Corporation.
- 6.2 Each cadet and senior member of Civil Air Patrol shall be assigned to a membership unit.
- 6.3 Units of Civil Air Patrol are as follows:
- a. National Headquarters. Members assigned to the National Headquarters membership unit are those members appointed or elected by the National Board, National Executive Committee, National Commander, or Executive Director.
  - b. Regions:
    - (1) The United States shall be divided geographically into areas known as regions. The wings that shall comprise each region shall be determined by the National Board.
    - (2) The membership unit of each region shall consist of the region commander, the region staff, and other members of the region so assigned by the region commander.
  - c. Wings:

(1) Each region shall be subdivided into areas known as wings. There shall be one wing for each state, the District of Columbia, and the Commonwealth of Puerto Rico.

(2) The membership unit of each wing shall consist of the wing commander, the wing staff and other members of the wing so assigned by the wing commander.

(3) Each wing may be subdivided by the wing commander into groups, squadrons, and flights as prescribed by regulations.

d. Other Units. The establishment of special at-large units such as the Congressional Squadron and overseas units is authorized. Such units shall report directly to National Headquarters.

## **SECTION 7 UNIT MEETINGS**

7.1 A region or wing commander may call a meeting of the general membership or of a select number of members of the region or wing for such times, at such places, and for such purposes as the commander shall determine.

7.2 Other unit commanders may call a meeting of the general membership or of a select number of members of the unit for such times, at such places, and for such purposes as the unit commander shall determine.

## **SECTION 8 UNIT FUNDS AND PROPERTY**

8.1 All funds and property acquired by any unit of Civil Air Patrol in any manner and from whatever source shall be received in the name of "Civil Air Patrol" and shall become the property of the Corporation.

8.2 In the event of the deactivation of any unit, the funds and property of such deactivated unit shall be delivered to the wing commander who shall be responsible for assuring the equitable settlement of all accounts of the deactivated unit including any indebtedness.

8.3 All funds and property of Civil Air Patrol shall be administered and accounted for from time to time, as shall be prescribed by regulations. Each unit shall submit an annual financial report and shall submit its accounts for audit as prescribed by regulation.

## **SECTION 9 UNIT RECORDS**

9.1 The National Headquarters and each unit of the Corporation shall maintain records as provided by regulations.

**SECTION 10**  
**CORPORATE OFFICERS**

10.1 National Commander. The National Commander is the commander of Civil Air Patrol and the chief executive officer of the corporation and shall:

- a. Serve as an ex-officio member of the Board of Governors;
- b. Preside over all meetings of the National Board and National Executive Committee;
- c. Appoint and remove region commanders;
- d. Appoint and remove the National Chief of Staff, the National Legal Officer, the National Finance Officer, the National Controller and, in the event of a vacancy in any of these positions, appoint a replacement to serve until confirmed in accordance with Article XIII of the Constitution;
- e. Appoint the National Inspector General and, in the event of a vacancy in this position, appoint a replacement to serve until confirmed in accordance with Article XIII of the Constitution;
- f. Appoint such committees, advisory boards and staff as required by the nature of the office;
- g. Adopt and maintain regulations in accordance with Article XX of the Constitution.
- h. Perform such other duties as the nature of the office may require.

10.2 National Vice Commander. The National Vice Commander shall:

- a. Serve as an ex officio member of the Board of Governors;
- b. Serve as a member of the National Board and the National Executive Committee;
- c. Act as assistant to the National Commander, performing such duties as shall be directed by the National Commander; and
- d. In the event of the absence or incapacity of the National Commander, the National Vice Commander shall exercise any and all authority reserved to the National Commander until such time as a new National Commander is duly elected or until the National Commander is no longer absent or incapacitated.

10.3 National Chief of Staff. The National Chief of Staff shall:

- a. Serve as a member of the National Board and the National Executive Committee;
- b. Coordinate administrative matters at National Board and National Executive Committee meetings.
- c. Coordinate, monitor and receive reports from national committees and advisory boards; and

d. Act as assistant to the National Commander, performing such administrative and other duties as shall be directed by the National Commander;

e. In the event of the absence or incapacity of the National Commander and the National Vice Commander, serve as the National Commander until such time as a new National Commander is duly elected or until the National Commander or the National Vice Commander is no longer absent or incapacitated.

f. In the event of the absence or incapacity of the National Commander or the National Vice Commander, serve as a member of the Board of Governors until such time as the National Commander or National Vice Commander is no longer absent or incapacitated.

10.4 National Legal Officer. The National Legal Officer shall:

- a. Serve as a member of the National Board and the National Executive Committee;
- b. Serve as the legal advisor to the National Board, the National Commander and, when not in conflict with the National Board or the National Commander, to the National Inspector General;
- c. Serve as the principal Legal Officer of the Corporation;
- d. Serve as the Secretary of the Corporation;
- e. Appoint or remove such assistants as necessary for the proper conduct of the office; and
- f. Perform such other duties as the nature of the office may require.

10.5 National Finance Officer. The National Finance Officer shall:

- a. Serve as a member of the National Board and the National Executive Committee;
- b. Serve as financial advisor to the National Board and the National Executive Committee;
- c. Serve as Treasurer of the Corporation;
- d. Serve as Chairman of the National Finance Committee;
- e. In coordination with the National Finance Committee, prepare the annual corporate budget;
- f. Render periodic reports and accountings to the National Board and to the National Executive Committee as may be requested;
- g. Perform an annual, independent audit of the accounts of Civil Air Patrol;
- h. Prepare financial reports and submit to the Board of Governors for filing as required by law;
- i. Have care and custody of all Civil Air Patrol funds and investments; and



j. Perform such other duties as the nature of the office may require.

10.6 National Controller. The National Controller shall:

a. Serve as a member of the National Board and National Executive Committee;

b. Serve as Vice Chairman of the National Finance Committee;

c. Serve as the Assistant Treasurer of the Corporation and act for the National Finance Officer in the National Finance Officer's absence;

d. Ensure that Books of Account of all funds of Civil Air Patrol are kept which shall be open for inspection, at reasonable times, by any corporate officer of Civil Air Patrol;

e. Ensure adherence to the financial program approved by the National Executive Committee or National Board;

f. Ensure that all funds received by Civil Air Patrol shall be deposited to Civil Air Patrol's credit in such depositories as the National Board or the National Executive Committee may from time to time designate;

g. Render periodic reports and accountings to the National Finance Officer as may be requested; and

h. Perform such other duties as the nature of the office may require.

10.7 National Inspector General. The National Inspector General shall:

a. Serve as the principal Inspector General of the corporation;

b. Serve as an advisor to the Board of Governors, the National Commander, the National Board, the National Executive Committee, and the Executive Director;

c. Develop and supervise the Civil Air Patrol Inspector General Program;

d. Develop and supervise the Civil Air Patrol Inspection Program;

e. Develop and operate a Civil Air Patrol Complaints Program to prevent, detect and correct any fraud, waste, mismanagement or deficiency, cadet protection issue, or abuse of authority, to include protection from reprisal of persons utilizing the Complaints Program;

f. Conduct such investigations as may be assigned by the Board of Governors, the National Commander, or as otherwise provided by Civil Air Patrol regulation, and prepare reports thereof;

g. Conduct training programs for Inspectors General, Investigating Officers, Commanders and general membership of Civil Air Patrol;

h. Appoint and remove such Assistant National Inspectors General and Investigating Officers as required by the nature of the office; and

- i. Perform such other duties as the nature of the office may require.

10.8 Region Commander. A region commander is the chief executive officer and commander of the region and shall:

- a. Serve as a member of the National Board and the National Executive Committee;
- b. Appoint and remove wing commanders for the wings within the region;
- c. Appoint and remove region vice commanders and staff within the region;
- d. Appoint such committees, advisory boards and staff as required by the nature of the office; and
- e. Perform such other duties as the nature of the office may require.

10.9 Wing Commander. A wing commander is the chief executive officer and commander of the wing and shall:

- a. Serve as a member of the National Board;
- b. Appoint and remove unit commanders of the wing;
- c. Appoint and remove a Vice Commander and staff;
- d. Appoint such committees, advisory boards and staff as required by the nature of the office; and,
- e. Perform such other duties as the nature of the office may require.

10.10 Executive Director. The Executive Director is the chief operating officer of the corporation. The Board of Governors shall contract the services of the Executive Director to:

- a. Represent the Board of Governors at National Headquarters.
- b. Administer the daily affairs of the corporation;
- c. Manage Civil Air Patrol National Headquarters;
- d. Hire, supervise and fire corporate staff within manning levels established by the Board of Governors;
- e. Manage corporate expenditures in accordance with corporate budget and in compliance with requirements associated with receipt of federal appropriated funds;
- f. Manage the allocation and use of corporate assets for safety and efficiency in accordance with federal law and Civil Air Patrol manuals and regulations; and
- g. Perform such duties as the Board of Governors shall direct.

## **SECTION 11 INDEMNIFICATION**

11.1 Civil Air Patrol, Inc., shall, subject to the conditions, provisions, and limitations established by Civil Air Patrol regulation, indemnify Civil Air Patrol members and employees designated by Civil Air Patrol regulation for liability arising from:

- a. The expenses of any civil litigation to which they are made a party defendant and
- b. Any settlement or civil judgment entered by a court of competent jurisdiction arising out of such litigation, if such claim or litigation arose as a result of their service to Civil Air Patrol, Inc., while a member of Civil Air Patrol.

## **SECTION 12 RESOLUTIONS**

12.1 All proposed resolutions at the National Board or National Executive Committee meetings may be referred to the National Legal Officer for recommendations and proper phrasing prior to adoption.

## **SECTION 13 VOTING AT NATIONAL BOARD AND NATIONAL EXECUTIVE COMMITTEE MEETINGS**

13.1 Voting at the National Board or National Executive Committee meetings shall be in person or by proxy. An officer eligible to vote at such meetings may appoint, in writing, a representative to serve as proxy. Any proxy authorization must be submitted to the National Commander prior to the opening of such meeting. No person may exercise more than one vote on any issue. The vote on any issue shall be by secret ballot if requested by a member entitled to vote thereon.

13.2 Except for amendments to the Constitution, a majority of the votes on any issue shall constitute a decisive vote. An abstention does not constitute a vote.

13.3 Voting for the National Commander and the National Vice Commander will be conducted in that order by written, secret ballot. When there are more than two nominees, the nominee receiving the lowest number of votes shall be dropped from the next ballot until there are only two nominees. Whenever any nominee receives a majority of the votes, that nominee is elected.

13.4 Other than for amending the Constitution or Bylaws, mail ballots or electronic means may be used for routine business of the National Executive Committee and National Board, and ballots used for this purpose shall be signed or authenticated by the officer entitled to vote. Balloting may be secret if requested by a member entitled to vote.

## **SECTION 14 MEETINGS OF THE NATIONAL BOARD AND NATIONAL EXECUTIVE COMMITTEE**

14.1 There shall be no less than two meetings of the National Board each calendar year. One meeting shall occur in the first calendar quarter and shall constitute the business meeting of the National Board.

The second meeting shall occur in the third calendar quarter and shall constitute the general membership meeting. A special meeting may be called by the National Commander at the conclusion of the general membership meeting as needed to confirm appointments of national officers and at such other times as the National Commander deems necessary. In addition to the exercise of its exclusive powers, the National Board may consider any other business properly brought before it.

14.2 The National Executive Committee shall meet at least twice annually and, except as otherwise directed or limited by the National Board, may consider any business properly brought before it.

14.3 Meetings of the National Board or the National Executive Committee may be called by the National Commander for such times and at such places as the National Commander may determine or, upon written request to the National Commander, by a majority of the authorized positions of the National Board or the National Executive Committee.

14.4 Notice of meetings of the National Board or the National Executive Committee shall be given to the members thereof at least 15 days in advance of such meetings. The requirement to give notice may be waived by written consent of two-thirds of the members of such body.

14.5 Minutes of all meetings of the National Board and the National Executive Committee shall be signed by the presiding officer, normally the National Commander, attested by the Secretary, distributed to the National Board within 30 days of attestation and permanently kept at National Headquarters.

## **SECTION 15 NATIONAL FINANCE COMMITTEE**

15.1 The National Finance Committee shall be composed of the following:

- a. The National Finance Officer who shall serve as Chairman.
- b. The National Controller who shall serve as Vice Chairman.
- c. The corporate staff Director of Finance and the assigned USAF Comptroller, as nonvoting members.
- d. Three additional committee members may be appointed by the National Commander.

15.2 The National Finance Committee shall meet at least twice annually at such times and at such places as the Chairman of the National Finance Committee shall determine.

15.3 Special meetings may be called by the Chairman of the National Finance Committee.

15.4 The National Finance Committee shall be responsible for advising the National Finance Officer in the financial planning and supervision of all the funds and investments of Civil Air Patrol and shall exercise supervisory accounting control over all funds of any unit of Civil Air Patrol.

15.5 The National Finance Committee shall consider any other business that may be properly brought before it.

**SECTION 16**  
**CANDIDATES FOR NATIONAL COMMANDER**  
**AND NATIONAL VICE COMMANDER**

16.1 Current or former National Board members wishing to be candidates for the office of National Commander or National Vice Commander shall file a request for consideration with the office of the Executive Director outlining a summary of their experience, qualifications, platforms, and proposals if elected. Such requests shall be filed not later than 90 days prior to the general membership National Board meeting for which the election is to be held. The Executive Director will immediately mail a copy of the candidates' requests to all National Board members. Nominations may be made from the floor.

**SECTION 17**  
**NATIONAL ADVISORY COUNCIL**

17.1 The National Advisory Council shall be composed of all past National Board Chairmen and National Commanders.

17.2 They shall be available to the National Commander, to the Executive Director, to the National Board, and the National Executive Committee for advice and counsel on Civil Air Patrol matters, and they may perform such other duties as the National Commander may consider proper.

**SECTION 18**  
**CONSTITUTION AND BYLAWS COMMITTEE**

18.1 A National Constitution and Bylaws Committee is established which shall consist of the following members:

- a. The National Legal Officer-Chairman-ex officio
- b. The General Counsel-ex officio
- c. The CAP National Director of Personnel-ex officio
- d. Two members appointed by the National Commander

18.2 The Board of Governors may appoint two additional members to the Constitution and Bylaws Committee.

**SECTION 19**  
**OTHER NATIONAL COMMITTEES**

19.1 The National Commander may appoint such committees as the business or affairs of the Civil Air Patrol may require. The National Commander shall appoint a chairman from among its members unless otherwise designated in these Bylaws.

19.2 Meetings of such committees shall be at such times and at such places as the chairman may determine.

19.3 If practicable, notice of such meetings should be given each member at least five days prior to such meeting and such notice should outline as far as practicable the matters to be considered.

19.4 Committee reports shall be made available to the National Board, the Executive Director and members of the committee.

## **SECTION 20 ADVISORY COUNCILS**

20.1 Region or Wing Advisory Councils may be established at the discretion of each respective commander. They shall be available to their commander for advice and counsel on Civil Air Patrol matters. They may perform such other duties as their commander may assign.

## **SECTION 21 NATIONAL HALL OF HONOR**

21.1 As its highest honor and to recognize sustained outstanding service to Civil Air Patrol, the National Board may confer a Life Membership or induct a member into the Hall of Honor.

21.2 The National Commander shall appoint the Chairman and at least four other members to the Hall of Honor Committee.

21.3 A member is not eligible for nomination to the Hall of Honor while serving in any corporate office and for a period of two years after leaving corporate office. A member may be inducted into the Hall of Honor upon recommendation of the Hall of Honor Committee on approval of the National Board.

21.4 A permanent roll of the Hall of Honor shall be maintained and prominently displayed at National Headquarters and such other places deemed appropriate by the National Executive Committee.

## **SECTION 22 QUORUM FOR MEETINGS**

22.1 A quorum of the Board of Governors consists of nine members in office immediately before a meeting.

22.2 A majority of the authorized positions of the National Board or the National Executive Committee shall constitute a quorum of that body.

22.3 For all other boards, committees, and councils, a majority of the appointed members shall constitute a quorum.

## **SECTION 23 AUDITS AND INSPECTIONS BY USAF**

23.1 The United States Air Force is authorized to make such audits and inspections of Civil Air Patrol accounts and activities as it may deem necessary.

**SECTION 24**  
**ANNUAL REPORT TO CONGRESS**

24.1 The Civil Air Patrol shall have prepared during the current year a full and complete written report on all activities of Civil Air Patrol for the preceding year. This shall be known as the *Annual Report to Congress* required by 36 USC 40307. Copies shall be provided to the President, all members of Congress, and such other persons as deemed appropriate.